

MILLER CHERYL  
Form 4  
December 19, 2018

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MILLER CHERYL

2. Issuer Name and Ticker or Trading Symbol  
AUTONATION, INC. [AN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

200 SW 1ST AVE, SUITE 1600

3. Date of Earliest Transaction (Month/Day/Year)

12/17/2018

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)

EVP and CFO

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

FORT LAUDERDALE, FL 33301

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code	V	Amount	(D)	Price		
Common Stock, par value \$0.01 per share	12/17/2018		M <sup>(1)</sup>		245	A	\$ 16.99	10,791	D
Common Stock, par value \$0.01 per share	12/17/2018		M <sup>(1)</sup>		246	A	\$ 18.02	11,037	D
Common Stock, par	12/17/2018		M <sup>(1)</sup>		246	A	\$ 17.7	11,283	D

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value  
\$0.01 per  
share

Common  
Stock, par  
value  
\$0.01 per  
share

12/17/2018 S<sup>(1)</sup> 503 D \$ 33.22 10,780 D

Common  
Stock, par  
value  
\$0.01 per  
share

12/17/2018 S<sup>(1)</sup> 36 D \$ 34.3269 10,744 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 16.99	12/17/2018		M <sup>(1)</sup>	245	<sup>(2)</sup> 03/02/2019	Common Stock, par value \$0.01 per share	245
Employee Stock Option (right to buy)	\$ 18.02	12/17/2018		M <sup>(1)</sup>	246	<sup>(2)</sup> 03/02/2019	Common Stock, par value \$0.01 per share	246
Employee Stock	\$ 17.7	12/17/2018		M <sup>(1)</sup>	246	<sup>(2)</sup> 03/02/2019	Common Stock, par	246

Option  
(right to  
buy)

value  
\$0.01 per  
share

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MILLER CHERYL 200 SW 1ST AVE SUITE 1600 FORT LAUDERDALE, FL 33301			EVP and CFO	

## Signatures

/s/ C. Coleman Edmunds,  
Attorney-in-Fact

12/19/2018

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Transaction completed pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on June 4, 2018.

(2) The option became exercisable in 25% annual increments on each of the first four anniversaries of June 1, 2009.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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